

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
FIELDWOOD ENERGY III LLC, et al.,	§	Case No. 20-33948 (MI)
	§	
	§	(Jointly Administered)
Post-Effective Date Debtors.¹	§	

**ORDER SUSTAINING PLAN ADMINISTRATOR’S SEVENTH OMNIBUS
OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY
CODE AND RULE 3007 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE
SEEKING TO DISALLOW CERTAIN CLAIMS**

(AMENDED AND SUPERSEDED CLAIMS)

[Related Docket No. ____]

Upon the *Plan Administrator’s Seventh Omnibus Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code and Rule 3007 of the Federal Rules of Bankruptcy Procedure Seeking to Disallow Certain Claims (Amended and Superseded Claims)* (the “Objection”)² of the administrator of the chapter 11 plan (the “Plan Administrator”) of the above-captioned reorganized debtors (collectively, the “Debtors,” as applicable, and after the effective date of their plan of

¹ The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor’s federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the “Post-Effective Date FWE I Subsidiaries”) are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Objection.

reorganization, the “Reorganized Debtors”), seeking entry of an order (this “Order”) disallowing the Amended and Superseded Claims identified on Schedule 1 attached hereto, it is **HEREBY ORDERED THAT:**

1. Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rule 3007, each Amended and Superseded Claim identified as a “Claim To Be Disallowed” on Schedule 1 to this Order is disallowed in its entirety. Nothing in this Order shall affect the corresponding claims which amended and superseded the Amended and Superseded Claims (each such claim, a “Remaining Claim”, as identified in Schedule 1); *provided that*, that the Plan Administrator reserves the right to object to any Remaining Claim on Schedule 1 on any applicable grounds.

2. The Debtors’ Claims Agent is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

3. Each claim and the objections by the Plan Administrator to each claim identified in Schedule 1 constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each Amended and Superseded Claim.

4. Except as otherwise provided in this Order, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity or such Debtor entity’s estate; (b) a waiver of any party’s right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Plan Administrator’s rights under the Bankruptcy Code or any other applicable law.

5. The Plan Administrator, the Claims Agent, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

6. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Dated: _____, 2022

MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

Schedule 1

Amended and Superseded Claims

Schedule 1
Amended and Superseded Claims

In re: Fieldwood Energy LLC, et. Al.
Case No 20-33948 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Disallowed	743	Fieldwood Energy Offshore LLC	Creditor: Anadarko E&P Company LP	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	11/25/2020	Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney, Suite 5100 Houston, TX 77010					
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	888	Fieldwood Onshore LLC	Anadarko E&P Company LP	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	1/18/2021	Norton Rose Fulbright US LLP Attn: Bob B. Bruner 1301 McKinney, Suite 5100 Houston, TX 77010					
Claim To Be Disallowed	739	Fieldwood Energy LLC	Creditor: Anadarko E&P Company LP	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	11/25/2020	Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney Street, Suite 5100 Houston, TX 77010					
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	890	Fieldwood Energy LLC	Anadarko E&P Company LP	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	1/18/2021	Norton Rose Fulbright US LLP Attn: Bob B. Bruner 1301 McKinney, Suite 5100 Houston, TX 77010					

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	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Disallowed	777	Fieldwood Energy LLC	Creditor: Anadarko Petroleum Corp.	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	11/25/2020	Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney, Suite 5100 Houston, TX 77010					
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	885	Fieldwood Energy LLC	Anadarko Petroleum Corp.	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	1/18/2021	Norton Rose Fulbright US, LLP Attn: Bob B. Bruner 1301 McKinney Street, Suite 5100 Houston, TX 77010					
Claim To Be Disallowed	758	Fieldwood Energy Offshore LLC	Creditor: Anadarko Petroleum Corp.	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	11/25/2020	Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney, Suite 5100 Houston, TX 77010					
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	886	Fieldwood Onshore LLC	Anadarko Petroleum Corp.	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	1/18/2021	Norton Rose Fulbright US, LLP Attn: Bob B. Bruner 1301 McKinney, Suite 5100 Houston, TX 77010					

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	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Disallowed	773	Fieldwood Energy LLC	Creditor: Anadarko U.S. Offshore LLC	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	11/25/2020	Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney, Suite 5100 Houston, TX 77010					
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	887	Fieldwood Energy LLC	Anadarko U.S. Offshore LLC	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	1/18/2021	Norton Rose Fulbright US LLP Attn: Bob B. Bruner 1301 McKinney, Suite 5100 Houston, TX 77010					
Claim To Be Disallowed	749	Fieldwood Energy Offshore LLC	Creditor: Anadarko U.S. Offshore LLC	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	11/25/2020	Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney, Suite 5100 Houston, TX 77010					
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	889	Fieldwood Onshore LLC	Anadarko U.S. Offshore LLC	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
	Filed On:	1/18/2021	Norton Rose Fulbright US, LLP Attn: Bob B. Bruner 1301 McKinney, Suite 5100 Houston, TX 77010					

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	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Disallowed	1001	Fieldwood Energy LLC	Creditor: BP Exploration & Production Inc. Karl D. Burrer - Greenberg Traurig, LLP 1000 Louisiana Street, Suite 1700 Houston, TX 77002	\$30,000,000.00	\$0.00	\$0.00	\$0.00	\$30,000,000.00
	Filed On:	9/27/2021						
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	1033	Fieldwood Energy LLC	BP Exploration & Production Inc. Karl D. Burrer - Greenberg Traurig, LLP 1000 Louisiana Street, Suite 1700 Houston, TX 77002	\$0.00	\$0.00	\$0.00	\$23,029,183.60	\$23,029,183.60
	Filed On:	10/29/2021						
Claim To Be Disallowed	94	Fieldwood Energy LLC	Creditor: Deepsea Quality Consulting Inc. 13111 Rummel Creek Houston, TX 77079	\$0.00	\$0.00	\$0.00	\$109,415.11	\$109,415.11
	Filed On:	8/24/2020						
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	292	Fieldwood Energy LLC	Deepsea Quality Consulting Inc. 13111 Rummel Creek Houston, TX 77079	\$109,415.11	\$30,440.53	\$0.00	\$0.00	\$109,415.11
	Filed On:	10/27/2020						

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Case No 20-33948 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Disallowed	34	Fieldwood Energy LLC	Creditor: EBI Liftboats, LLC 124 Finish Line Lane Houma, LA 70360	\$0.00	\$0.00	\$0.00	\$195,095.00	\$195,095.00
	Filed On:	8/17/2020						
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	10	Fieldwood Energy LLC	EBI Liftboats, LLC 124 Finish Line Lane Houma, LA 70360	\$0.00	\$0.00	\$0.00	\$273,685.00	\$273,685.00
	Filed On:	8/20/2020						
Claim To Be Disallowed	95	Fieldwood Energy LLC	Creditor: ENVIRO-TECH SYSTEMS LLC 17327 NORWELL DRIVE COVINGTON, LA 70435	\$0.00	\$18,715.00	\$0.00	\$56,436.36	\$75,151.36
	Filed On:	9/4/2020						
	Comments:	Claim was amended and superseded by a later filed claim.						
Claim To Be Disallowed	133	Fieldwood Energy LLC	Creditor: Enviro-Tech Systems LLC 17327 Norwell Drive Covington, LA 70435	\$0.00	\$18,715.00	\$0.00	\$56,436.36	\$75,151.36
	Filed On:	9/4/2020						
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	367	Fieldwood Energy LLC	ENVIRO-TECH SYSTEMS LLC 17327 NORWELL DRIVE COVINGTON, LA 70435	\$0.00	\$18,715.00	\$0.00	\$48,389.36	\$67,104.36
	Filed On:	11/16/2020						

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	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Disallowed	466	Fieldwood Energy LLC	Creditor:					
			Liberty Mutual Insurance Company	Unliquidated	Unliquidated	Unliquidated	Unliquidated	Unliquidated
Filed On:	11/19/2020		Brandon K. Bains PO Box 94075					
Comments:	Claim was amended and superseded by a later filed claim.		Southlake, TX 76092					
Remaining Claim	502	Fieldwood Energy LLC	Liberty Mutual Insurance Company	\$0.00	\$0.00	\$0.00	\$69,393,178.00	\$69,393,178.00
Filed On:	11/20/2020		Brandon K. Bains PO Box 94075					
			Southlake, TX 76092					

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	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Disallowed	924	Fieldwood Energy Inc.	Creditor: Louisiana Department of Revenue P.O. Box 66658 Baton Rouge, LA 70896	Unliquidated	Unliquidated	Unliquidated	Unliquidated	Unliquidated
	Filed On:	2/3/2021						
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	951	Fieldwood Energy Inc.	Louisiana Department of Revenue P.O. Box 66658 Baton Rouge, LA 70896-6658	\$0.00	\$8,266.80	\$0.00	\$39,392.50	\$47,659.30
	Filed On:	3/10/2021						
Claim To Be Disallowed	923	Fieldwood Energy LLC	Creditor: Louisiana Department of Revenue P.O. Box 66658 Baton Rouge, LA 70896	Unliquidated	Unliquidated	Unliquidated	Unliquidated	Unliquidated
	Filed On:	2/3/2021						
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	978	Fieldwood Energy LLC	Louisiana Department of Revenue PO Box 66658 Baton Rouge, LA 70896	\$0.00	\$0.00	\$9,542.61	\$0.00	\$9,542.61
	Filed On:	6/15/2021						

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	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Disallowed	55	Fieldwood Energy LLC	Creditor: Petroleum Solutions International, LLC 401 Audubon Blvd, Bldg. 39B Suite 103A Lafayette, LA 70503	\$0.00	\$0.00	\$0.00	\$23,044.00	\$23,044.00
	Filed On:	8/19/2020						
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	141	Fieldwood Energy LLC	Petroleum Solutions International, LLC	\$0.00	\$0.00	\$0.00	\$27,524.00	\$27,524.00
	Filed On:	9/9/2020	401 Audubon Blvd., Bldg. 39B Suite 103A Lafayette, LA 70503					
Claim To Be Disallowed	242	Fieldwood Energy LLC	Creditor: Pinnacle Engineering, Inc. 7660 Woodway, Ste. 350 Houston, TX 77063	\$0.00	\$0.00	\$0.00	\$13,308.17	\$13,308.17
	Filed On:	10/16/2020						
	Comments:	Claim was amended and superseded by a later filed claim.						
Remaining Claim	241	Fieldwood Energy LLC	Pinnacle Engineering, Inc.	\$0.00	\$0.00	\$0.00	\$13,308.17	\$13,308.17
	Filed On:	10/16/2020	7660 Woodway, Ste. 350 Houston, TX 77063					

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	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Disallowed	33	Fieldwood Energy LLC	Creditor: Specialty Equipment Sales, Inc. 303 Mecca Drive Lafayette, LA 70508	\$0.00	\$0.00	\$0.00	\$4,870.25	\$4,870.25
Filed On:	8/12/2020							
Comments:	Claim was amended and superseded by a later filed claim.							
Remaining Claim	37	Fieldwood Energy LLC	Specialty Equipment Sales, Inc.	\$0.00	\$0.00	\$0.00	\$4,870.25	\$4,870.25
Filed On:	8/12/2020		303 Mecca Drive Lafayette, LA 70508					
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Claims To Be Disallowed Totals			17	\$30,000,000.00	\$37,430.00	\$8,266.80	\$3,174,048,945.75	\$3,204,046,983.25